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Attorneys for Plaintiff PGI, Inc., fka Phoenix Gold International, Inc.

UNITED STATES DISTRICT COURT
DISTRICT OF OREGON

**PGI, INC., fka PHOENIX GOLD
INTERNATIONAL, INC.,**

Civil No. CV 06-1874-AA

STIPULATED JUDGMENT

Petitioner,

v.

**WYNNEFIELD PARTNERS SMALL CAP
VALUE, LP, WYNNEFIELD PARTNERS
SMALL CAP VALUE, LP I, WYNNEFIELD
SMALL CAP VALUE OFFSHORE FUND,
LTD., WYNNEFIELD CAPITAL
MANAGEMENT, LLC, and SAMUEL
REBOTSKY,**

Respondents.

Based upon the stipulation of the parties, and the Court being duly advised,

IT IS HEREBY ORDERED AND ADJUDGED that judgment is hereby
entered in favor of the following Respondents and against Petitioner PGI, Inc. as follows:

- 1) Respondent Wynnefield Partners Small Cap Value, LP, in the amount of \$23,605.60;
- 2) Respondent Wynnefield Partners Small Cap Value, LP I, in the amount of \$32,729.40;

3) Respondent Wynnefield Small Cap Value Offshore Fund, Ltd., in the amount of \$16,254.50;

4) Respondent Wynnefield Capital Management, LLC, in the amount of \$19.00; and,

5) Respondent Samuel Rebotsky, in the amount of \$5,362.56.

This stipulated judgment fully disposes of any and all claims and counterclaims pending in this action, including any claims or counterclaims for attorney fees, costs or expenses.

IT IS SO ORDERED.

DATED this 17 day of October, 2007

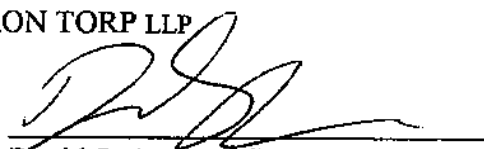


Ann Aiken
United States District Court Judge

IT IS SO STIPULATED:

TONKON TORP LLP

By



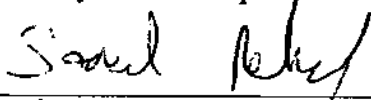
David S. Aman, OSB No. 96210
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MILLER NASH LLP

By:



Bruce A. Rubin, OSB No. 763185
Attorneys for Respondents Wynnefield Partners
Small Cap Value, LP,
Wynnefield Partners Small Cap Value, LP I,
Wynnefield Small Cap Value Offshore Fund, Ltd., and
Wynnefield Capital Management, LLC



Samuel Rebotsky